EXHIBIT 2 DATE 2 - 16 - 2011

Honorable Chairman McNutt, Honorable members of the committee: for the name is Betty L. Babcock, I live at 1625 Highland, Helena, MT 59601. I am here to testify in favor of HB439. I was first asked to appear on behalf of the Montana Historical Society (MHS) along with Attorney General Joe Mazurek in 2005 on HB540. Consequently I have been extremely interested in everything that concerns the MHS since that time. Many of you are new to the Legislature and may also be new to Helena. I will be brief, but it is important that you hear a little of the MHS early history. The MHS is the oldest society west of the Mississippi River. It was founded at the end of the Civil War by the First Territorial Legislature in 1865, even before Montana became a State. The first act was to provide the funds for it's existence, a sum of one hundred and fifty dollars (\$150) was appropriated. At one time it was housed in the Capitol basement. Because of overcrowding, the present building was built in 1951. The Sons and Daughters of the Montana Pioneers donated the land and the Veterans contributed funds at that time. There have been many ups and downs, but as the years go by our history grows by leaps and bounds and becomes more and more important to our citizens and especially to future generations. This bill will provide part of the needed funds to go ahead with the necessary expansion.

The MHS has some of this nation's most remarkable collections. Most of its world-class artifacts and works of art remain in storage because the existing museum lacks sufficient exhibit space. There is the Charlie Russell collection, a gift from Bill McKay; the Poindexter collection of ninety-nine paintings of modern art donated by E. George Poindexter, who was a Montana native; and the Legacy in Bronze by Bob Scriver worth \$15 Million or more. We have beautiful artifacts depicting our Native American culture that are in storage. Our Native Americans deserve the use of an auditorium where they can perform their beautiful Pow-Wow dances. Their culture must be displayed in our museum. We also must not betray those who have donated their valuable treasures, hoping they will be displayed for the benefit of others and so that future generations may learn from them.

This Bonding Bill will start us back on the road to success, making it possible for the Museum to become a thriving business. Attendance will increase thereby generating more

fee revenue. There is no doubt tourists who come to visit our National Parks will also stop in Helena to visit our world class museum. This will add revenue for our hotels and restaurants along the way.

But more importantly, beside the jobs it will create in constructing the building, our students and others will benefit from the history and education it will provide. In one year over 18,000 students visited our museum from across the state from every Montana county. The MHS provided technical advice and assistance to 50 institutions and provided traveling exhibits to 17 communities. This is not just a project for Helena, it will serve as the flag ship and be a source of benefit for the museums throughout the state. A comprehensive, standard history textbook was published in 2008, which allows our children to learn Montana history from a tested curriculum, and teachers have a professional resource at their disposal. Another educational resource that has been made available is the footlockers that over 400,000 school children have used in the past 20 years.

We now have the designated location on the corner of Sixth and Roberts. The former State Senator and true Montanan, Mike Cooney, as Director is at the helm with a goal and a plan in place. We realize that a fund raising campaign from the private sector will be important and necessary. We must by all means provide for the love and care of our valuable history.

I will leave you with this comment.

"One of the greatest gifts you can give to future generations is to inspire them with the knowledge of their own history and heritage."

I urge you to vote for this Bill

My Sincere thanks for your time and consideration